

EXHIBIT C

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF OHIO
(WESTERN DIVISION)

IN RE: PROCTER & GAMBLE COMPANY
SHAREHOLDERS LITIGATION

) Civil Action No. C-1-00-190
) (Weber, J.)
)
)

**ORDER AUTHORIZING
REDISTRIBUTION OF NET SETTLEMENT FUND**

WHEREAS, the Court entered a Order and Final Judgment on December 20, 2001, which approved the Stipulation of Settlement between Plaintiffs and all Defendants and created a settlement fund for the benefit of the settlement class as provided for therein (the "Settlement Fund"); and

WHEREAS, the Court entered an Order Authorizing Distribution of Settlement Fund on November 22, 2002; and

WHEREAS, Plaintiffs' counsel filed a motion dated September 2, 2003 seeking to approve the redistribution of the balance of the Net Settlement Fund to (1) the 70 claimants who filed late and re-submitted claims; and (2) the class members who have received and cashed the checks they received representing their initial distribution of the Net Settlement Fund (the "Motion Authorizing Redistribution of Settlement Fund"); and (3) authorizing the Claims Administrator to stop reissuing checks related to the initial distribution as of August 22, 2003; and

WHEREAS, the Court finds that such Motion Authorizing Redistribution of Settlement Fund is supported by the record, is well taken and should, therefore, be granted.

It is, therefore, **ORDERED** that:

1. The 70 late and resubmitted claims and the formula for redistribution of the Net Settlement Fund set forth in the Affidavit of Sharandese Garr, the Claims Administrator (the "Garr Affidavit"), are hereby approved; and

2. The Claims Administrator shall redistribute to the Eligible Claimants who have received and cashed their pro-rata portion of the Net Settlement Fund in accordance with the "List of Eligible Claimants" and the formula for the redistribution of the Net Settlement Fund, as set forth in the Garr Affidavit; and

3. The Claims Administrator shall advise the Eligible Claimants who receive a check in connection with this distribution should cash the check within ninety (90) days of the date of the check; and

4. The Claims Administrator shall stop reissuing checks related to the initial distribution of the Net Settlement Fund as of August 22, 2003; and

5. The Claims Administrator shall take all further actions that are consistent with the terms of the Stipulation of Settlement and Plan of Allocation approved by the Court to complete the administration of the Settlement.

SO ORDERED this ____ day of _____, 2003.

Herman J. Weber, Senior Judge
United States District Court